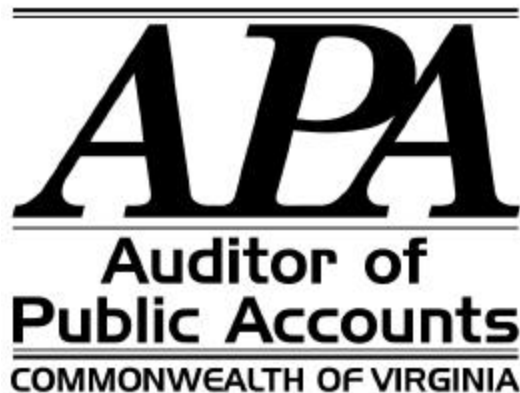


**VIRGINIA PUBLIC BUILDING AUTHORITY
RICHMOND, VIRGINIA**

**REPORT ON AUDIT
FOR THE YEAR ENDED
JUNE 30, 2001**



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January 14, 2002

The Honorable Mark R. Warner
Governor of Virginia

The Honorable Vincent F. Callahan, Jr.
Chairman, Joint Legislative Audit
and Review Commission

Board of Directors
Virginia Public Building Authority

INDEPENDENT AUDITOR'S REPORT ON FINANCIAL STATEMENTS

We have audited the balance sheet of **Virginia Public Building Authority**, a component unit of the Commonwealth of Virginia as of June 30, 2001, and the statement of revenues, expenditures and changes in fund balance for the year then ended. These financial statements are the responsibility of the Authority's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Virginia Public Building Authority as of June 30, 2001, and the results of its operations for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

AUDITOR OF PUBLIC ACCOUNTS

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FINANCIAL STATEMENTS

VIRGINIA PUBLIC BUILDING AUTHORITY
BALANCE SHEET - ALL FUND TYPES AND ACCOUNT GROUPS
As of June 30, 2001

Assets and other debits	Governmental Fund Types		
	General	Debt Service	Capital Projects
Assets:			
Cash and cash equivalents (Note 2)	\$ 89,631,482	\$ 57,514	\$ 24,262,091
Accrued interest receivable	313,232	169	156,093
Lease receivable (Note 3)	-	210,498,141	-
Fixed assets (Note 4)	-	-	-
Total assets	89,944,714	210,555,824	24,418,184
Other debits:			
Amount provided for retirement of general long-term debt	-	-	-
Amount to be provided for retirement of general long-term debt	-	-	-
Total other debits	-	-	-
Total assets and other debits	\$ 89,944,714	\$ 210,555,824	\$ 24,418,184
Liabilities, equity, and other credits			
Liabilities:			
Accounts payable	\$ -	\$ -	\$ 436,913
Retainage payable	-	-	190,647
Due to agencies	165	-	-
Deferred revenue - lease principal payments	-	210,498,141	-
Bonds payable (Note 5)	-	-	-
Total liabilities	165	210,498,141	627,560
Equity and other credits:			
Investments in general fixed assets	-	-	-
Fund balances:			
Unreserved - designated	-	47,970	-
Unreserved - undesignated	89,944,549	9,713	23,790,624
Total fund equity	89,944,549	57,683	23,790,624
Total liabilities and fund equity	\$ 89,944,714	\$ 210,555,824	\$ 24,418,184

The accompanying notes to financial statements are an integral part of this statement.

Account Groups			
General Fixed Assets	General Long- Term Debt		Total (Memorandum Only)
\$ -	\$ -	\$	113,951,087
-	-		469,494
-	-		210,498,141
848,122,988	-		848,122,988
848,122,988	-		1,173,041,710
-	47,970		47,970
-	994,752,675		994,752,675
-	994,800,645		994,800,645
\$ 848,122,988	\$ 994,800,645	\$	2,167,842,355

\$ -	\$ -	\$	436,913
-	-		190,647
-	-		165
-	-		210,498,141
-	994,800,645		994,800,645
-	994,800,645		1,205,926,511
848,122,988	-		848,122,988
-	-		47,970
-	-		113,744,886
848,122,988	-		961,915,844
\$ 848,122,988	\$ 994,800,645	\$	2,167,842,355

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VIRGINIA PUBLIC BUILDING AUTHORITY
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES - ALL GOVERNMENTAL FUNDS
For the year ended June 30, 2001

	Governmental Fund Types			Total (Memorandum Only)
	General	Debt Service	Capital Projects	
Revenues:				
Rental of land and buildings	-	46,477,524	-	46,477,524
Interest on investments	6,326,755	21,495	1,610,638	7,958,888
Interest on capital leases	-	11,067,125	-	11,067,125
Appropriations from the Commonwealth	-	36,831,176	-	36,831,176
Increase in the fair value of investments	-	-	103,752	103,752
Total revenues	6,326,755	94,397,320	1,714,390	102,438,465
Expenditures:				
Debt Service:				
Principal retirement	-	59,395,000	-	59,395,000
Interest and fiscal charges	-	47,869,349	-	47,869,349
Current:				
Financial services	-	81,127	-	81,127
Legal fees	-	30,110	-	30,110
Printing	-	10,269	-	10,269
Capital outlay	-	-	6,182,041	6,182,041
Distributions to fund State capital projects	4,746,389	-	-	4,746,389
Jail Reimbursement Projects	28,918,336	-	-	28,918,336
Rebate and penalty payments and calculation fees	-	-	477,707	477,707
Total expenditures	33,664,725	107,385,855	6,659,748	147,710,328
Excess (deficiency) of revenue over expenditures	(27,337,970)	(12,988,535)	(4,945,358)	(45,271,863)
Other financing sources:				
Lease principal payments	-	12,847,287	-	12,847,287
Excess (deficiency) of revenue and other financing sources over expenditures	(27,337,970)	(141,248)	(4,945,358)	(32,424,576)
Fund balance at July 1, 2000	117,282,519	198,931	28,735,982	146,217,432
Fund balance at June 30, 2001	\$ 89,944,549	\$ 57,683	\$ 23,790,624	\$ 113,792,856

The accompanying notes to financial statements are an integral part of this statement.

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NOTES TO FINANCIAL STATEMENTS

VIRGINIA PUBLIC BUILDING AUTHORITY

NOTES TO THE FINANCIAL STATEMENTS

AS OF JUNE 30, 2001

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Reporting Entity

The Virginia Public Building Authority (the Authority) was created in 1981 by §2.1-234.10 et seq., of the Code of Virginia for the purpose of acquiring, constructing, and operating public buildings for the use of the Commonwealth of Virginia (the Commonwealth) and its political subdivisions. The Authority is authorized to issue bonds or notes to construct, improve, furnish, maintain, acquire, finance, or refinance certain public facilities for the use of the Commonwealth, its agencies and instrumentalities and to finance or refinance reimbursements to localities or regional jail authorities for the Commonwealth's share of the costs of certain jail projects. The Authority is authorized to undertake a project only upon approval of the General Assembly of the Commonwealth.

Prior to 1997, the Authority issued bonds to finance capital projects under its 1988 Master Indenture of Trust (the 1988 Indenture). Under the 1988 Indenture the Authority built and retained title to the projects and then leased the projects to the Commonwealth (or an agency or instrumentality thereof). The lease agreements provide for lease payments at amounts equal to debt service on bonds issued to finance these projects and amounts necessary to fund the Authority's administrative expenses, subject to General Assembly appropriation. The Authority no longer issues bonds under the 1988 Indenture.

In 1997 the Authority created the 1997 Master Indenture of Trust (the 1997 Indenture). The 1997 Indenture utilizes a single payment agreement to provide for debt service payments, thereby replacing the individual lease agreement structure used under the 1988 Indenture. Debt service payments are subject to General Assembly appropriation. In addition, the 1997 Indenture provides for the issuance of commercial paper bond anticipation notes. Title to projects fully financed under the 1997 Indenture remains with the Commonwealth. For projects financed partially under the 1997 Indenture and partially financed under the 1988 Indenture, title remains with the Authority.

A separate report is prepared for the Commonwealth of Virginia, which includes all agencies, boards, commissions, and authorities over which the Commonwealth exercises or has the ability to exercise oversight authority. The Authority is a component unit of the Commonwealth of Virginia and is included in the general-purpose financial statements of the Commonwealth.

The accounting and reporting policies of the Authority conform to accounting principles generally accepted in the United States of America applicable to governmental units as prescribed by the Governmental Accounting Standards Board (GASB), the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The following is a summary of the Authority's more significant policies.

B. Basis of Accounting

The accompanying financial statements are presented on the modified accrual basis of accounting. Under the modified accrual basis of accounting revenues are recognized when they become measurable and available to fund current operations. Expenditures are recognized when the related fund liability is incurred except for principal and interest on long-term debt, which is recognized when due.

The Authority uses the cash basis of accounting during the year and reports on the modified accrual basis for financial statement purposes at the end of the fiscal year.

C. Fund Accounting

The accounts of the Authority are organized on the basis of funds and account groups, each of which is considered a separate accounting entity. The operations of each fund are accounted for in a separate set of self-balancing accounts that comprise its assets, liabilities, fund equity, revenues, and expenditures. Authority resources are allocated to and accounted for in individual funds based upon the purposes for which they are to be spent. The individual funds are grouped, in the financial statements in this report, into three fund types as discussed below.

Governmental Fund Types:

General Fund

The General Fund accounts for projects financed and the receipt and disbursement of bond proceeds issued under the 1997 Indenture and financial resources unaccounted for elsewhere.

Debt Service Fund

The Debt Service Fund accounts for the accumulation of resources for, and the payment of, bond principal, interest, and related costs. Debt Service funds consist of bond funds, issuance expense funds, and rebate funds. The funds were established in accordance with the provisions of the Trust Agreement entered into with the trustee for each bond series of the Authority.

Capital Project Fund

The Capital Project Fund accounts for projects financed under the provisions of the 1988 Indenture.

D. Account Groups

Account groups are used to establish accounting control and accountability for general fixed assets and the unmatured principal of general long-term debt. Fixed assets reported in the General Fixed Asset Account Group do not represent financial resources available for appropriation and expenditure. The cost for the acquisition of general fixed assets is recorded as an expenditure at the time of purchase in the Governmental Funds and capitalized in the Authority's General Fixed Asset Account Group for those fixed assets fully or partially funded under the Authority's 1988 Master Indenture of Trust. Assets fully funded under the Authority's 1997 Master Indenture of Trust are owned by the Commonwealth and are not capitalized in the

Authority's General Fixed Asset Account Group. For financial reporting purposes, depreciation is not recorded. Bonds payable reported in the General Long-Term Debt Account Group consists of unmatured principal on bonds issued by the Authority.

E. Total Columns

Total columns on the financial statements are captioned "Total Memorandum Only" to indicate that they are presented only to facilitate financial analysis. Data in these columns do not present financial position, results of operations, or changes in financial position in conformity with generally accepted accounting principles. Neither is such data comparable to a consolidation. Interfund eliminations have not been made in the aggregation of this data.

F. Budget to Actual Statement

The Authority does not prepare a budget due to the nature of activity accounted for by the Authority. Therefore, a Statement of Revenues, Expenditures, and Changes in Balances – Budget to Actual is not included in the financial statements.

2. CASH AND INVESTMENTS

Cash and investments of the Authority are held by The Bank of New York, as trustee (formerly Signet Bank), under the 1997 and 1988 Indentures. Cash is defined as demand deposits, time deposits and certificates of deposit in accordance with §2.1-329 of the Code of Virginia. Cash equivalents represent deposits and short-term investments with original maturities of less than three months. Short-term investments represent securities with maturities of more than three months but less than one year. Long-term investments have maturities of over a year.

In accordance with the Trust Subsidiary Act, §6.1-32.8 of the Code of Virginia, cash held by the trustee while awaiting investment or distribution is not used by an affiliate bank of the trustee in the conduct of its business unless the affiliate bank delivers securities to the trust department as collateral that is at least equal to the market value of the trust funds held on deposit in excess of amounts insured by federal deposit insurance.

The 1988 and 1997 Indentures authorize the trustee, on behalf of the Authority, to invest in legal investments for public sinking funds and other public funds as outlined in §2.1-327 and §2.1-328 of the Code of Virginia which include repurchase agreements, certificates of deposit, commercial paper, bankers' acceptances, United States Government and agency securities, and money market funds. All the investments of the Authority are held in the Authority's name and are categorized in Risk Category 1. Categorization under the provisions of GASB 3 is not required for money market funds and the SNAPsm fund.

The Authority's cash, cash equivalents and investments at June 30, 2001, are presented on the following page.

Summary of Cash and Cash Equivalents
As of June 30, 2001

	Carrying Amount	Fair Value
Cash and cash equivalents:		
Money Market Funds ⁽¹⁾	\$ 1,913,599	\$ 1,913,599
State Non-Arbitrage Program ^{sm (2)}	90,081,488	90,081,488
U.S. Government Securities	<u>21,852,248</u>	<u>21,956,000</u>
 Total cash and cash equivalents	 <u>\$ 113,847,335</u>	 <u>\$ 113,951,087</u>

⁽¹⁾ The Authority invests certain short-term cash balances held within its accounts in Nations Treasury Class Investor and Federated Auto Government Money Trust. These are open-ended mutual funds registered under the Investment Company Act of 1940. These funds maintain a policy of investing all their assets in U.S. Treasury obligations and repurchase agreements backed by those obligations.

⁽²⁾ The Virginia State Non-Arbitrage Programsm ("SNAPsm") offers a professionally-managed money market mutual fund, which provides issuers with a temporary pooled investment vehicle for proceeds pending expenditure, and with record keeping, depository and arbitrage rebate calculation services. SNAPsm is an external investment pool registered under the Investment Company Act of 1940.

3. LEASES RECEIVABLE

The Authority entered into lease agreements as lessor with public institutions for the lease of certain fixed assets owned by the Authority and financed pursuant to the 1988 Indenture. In accordance with NCGA Statement 5, "Accounting and Financial Reporting Principles for Lease Agreements of State and Local Governments," those leases that qualify as capital leases are presented as leases receivable on the balance sheet. Leases receivable have been recorded at the net present value of the future minimum lease payments.

A summary of the future minimum lease payments follows:

Year Ending June 30	Principal	Interest	Total
2002	\$ 13,510,254	\$ 10,385,175	\$ 23,895,429
2003	12,275,287	9,721,478	21,996,765
2004	12,904,009	9,077,284	21,981,293
2005	13,560,660	8,400,103	21,960,763
2006	14,258,704	7,689,978	21,948,682
2007-2018	143,989,227	33,278,181	177,267,408
Total	<u>\$ 210,498,141</u>	<u>\$ 78,552,199</u>	<u>\$ 289,050,340</u>

4. GENERAL FIXED ASSETS

The following schedule presents the changes in the General Fixed Asset Account Group during the fiscal year ended June 30, 2001.

	Balance July 1, 2000	Additions	Deletions	Balance June 30, 2001
Land	\$ 42,848,790	\$ -	\$ -	\$ 42,848,790
Building	567,789,633	106,739,014	2,621,557	671,907,090
Equipment	49,954,815	2,678,514	-	52,633,329
Improvements other than buildings	30,882,887	23,524,068	40,757	54,366,198
Construction in progress	158,091,017	(126,794,335)	4,929,101	26,367,581
Total	<u>\$ 849,567,142</u>	<u>\$ 6,147,261</u>	<u>\$ 7,591,415</u>	<u>\$ 848,122,988</u>

Additions to the General Fixed Asset Account Group represent increases or reallocations during the fiscal year to projects fully or partially funded under the Authority's 1988 Indenture. Assets that have been converted to capital leases during the year are reflected as deletions.

5. LONG-TERM DEBT

Changes in Long-Term Debt - The following is a summary of changes in long-term debt of the Authority for the year ended June 30, 2001.

Bonds payable at July 1, 2000	\$ 1,049,983,616
Bonds retired	(59,395,000)
Amortized discount for fiscal year 2001	<u>4,212,029</u>
Bonds payable at June 30, 2001	<u>\$ 994,800,645</u>

Annual Requirements to Amortize Long-Term Debt

Year Ending June 30	Principal	Interest	Total
2002	\$ 64,500,000	\$ 46,650,708	\$ 111,150,708
2003	66,655,000	43,217,769	109,872,769
2004	70,360,000	39,599,223	109,959,223
2005	60,140,000	36,585,229	96,725,229
2006	62,445,000	34,226,950	96,671,950
2007-2021	700,985,000	200,066,792	901,051,792
Less: Unamortized Discounts	<u>(30,284,355)</u>	<u>-</u>	<u>(30,284,355)</u>
Discouns			
TOTAL	<u>\$ 994,800,645</u>	<u>\$ 400,346,671</u>	<u>\$1,395,147,316</u>

6. DEFEASANCE OF DEBT

The Authority has occasionally issued refunding bonds to defease bonds that had been previously issued. The proceeds of these refunding bonds were placed in irrevocable trusts with escrow agents to provide for all future debt service on the defeased (old) bonds. Accordingly, the trust account assets and the liability for the defeased bonds are not included on the Authority's financial statements. At June 30, 2001, \$224,765,000 of bonds outstanding are considered defeased for financial reporting purposes. The detail for those balances and the refinancing activities that resulted in the defeasance of the bonds is shown below:

			<u>Refunded by:</u>
State Building Revenue Refunding Bonds	Series 1987A	\$31,470,000	Series 1992A
State Building Revenue Bonds	Series 1991A (partial)	\$43,990,000	Series 1996A
State Building Revenue Bonds	Series 1992C (partial)	\$98,395,000	Series 1998A
State Building Revenue Bonds	Series 1994A (partial)	\$50,910,000	Series 1996A/98A

7. ARBITRAGE REBATE

The Tax Reform Act of 1986 requires that governmental entities issuing tax-exempt debt subsequent to August 1986 calculate and rebate arbitrage earnings to the federal government. The U.S. Treasury has issued regulations on calculating the rebate amount and complying with the provisions of the Tax Reform Act of 1986. The Authority must comply with the rebate regulations in order for the Authority's bonds to maintain a tax-exempt status. The regulations require the excess of the aggregate amount earned on investments purchased with bond proceeds over the amount that would have been earned if the investments were invested at a rate equal to the bond yield to be rebated to the federal government.

Income earned on excess earnings is also subject to rebate. Rebate payments, if required, are due at least every five years over the life of the bonds. Some bonds of the Authority may be exempt from the rebate regulations if they meet statutory exceptions per the rebate requirements. The Authority may also elect, on or before the date of the bond issue, to pay a penalty in lieu of rebate if it does not meet certain expenditure tests. The Authority would retain any arbitrage earnings. The Authority, to date, has not elected penalty in lieu of rebate. Rebate and penalty payments are calculated and paid by the Authority as required by law on bond issues that fall under the regulations and do not qualify for exceptions.

The Authority paid \$477,707 in arbitrage payments in the current fiscal year. The funds for this payment had been set aside for this purpose in prior years.

8. SUBSEQUENT EVENT

On August 22, 2001, the Authority issued \$35,830,000 in Public Facilities Revenue Bonds, Series 2001 A to finance or refinance certain capital projects for use by the Commonwealth of Virginia and its agencies, instrumentalities, and political subdivisions and to pay cost of issuing the bonds.

9. SURETY BOND

Mary G. Morris, the Treasurer of Virginia, who also serves as the Treasurer of the Authority, was covered under a Faithful Performance Duty Bond in the amount of \$500,000 with the Fidelity and Deposit Company of Maryland as surety.

Certain employees of the State Treasury are responsible for maintaining the accounting records of the Authority. Such employees, as well as parties acting on behalf of the Authority, such as Authority board members, were covered by a Faithful Performance Duty Bond administered by the Commonwealth of Virginia Department of the Treasury's, Division of Risk Management with liability limits of \$500,000 for each occurrence.

10. PENDING GOVERNMENTAL ACCOUNTING STANDARDS BOARD STATEMENT

Governmental Accounting Standards Board (GASB) Statement No. 34, *Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments*, issued June 1999, will be effective for the Authority for the fiscal year ending June 30, 2002. This Statement imposes new standards for financial reporting. The titles and formats of the financial statements will change significantly as a result of this Statement. Management will be required to provide a management's discussion and analysis that gives readers an analysis of the *Authority's* overall financial position and results of operations including a comparison of current year results with the prior year. The Department of Treasury is in the process of assessing the changes required by this Statement and is preparing for implementation for the Authority.

VIRGINIA PUBLIC BUILDING AUTHORITY
Richmond, Virginia

BOARD MEMBERS

As of June 30, 2001

Barbara M. Rose, Chairman

Alphonso L. Grant, Vice Chairman

Barbara O. Carraway
Scot N. Creech

William E. Landsidle
Myron J. Mintz

Mary G. Morris